

Exhibit LL

Page 1

IN RE:)
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MOTORS LIQUIDATION)
COMPANY, et al.,)
F/k/a General Motors)
Corp., et al.,)
) Chapter 11
Debtors,) Case No.: 09-50026 (MC)
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) (Jointly Administered)
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ORAL AND VIDEOTAPED DEPOSITION OF
JAMES BARTON
November 22, 2017
Volume 1

ORAL AND VIDEOTAPED DEPOSITION OF JAMES BARTON,
produced as a witness at the instance of the DEFENDANT,
was taken in the above-styled and numbered cause on
November 22, 2017 from 10:51 a.m. to 11:55 a.m., before
Toyloria Lanay Hunter, CSR in and for the State of
Texas, reported by machine shorthand, at the law offices
of Gibson Dunn & Crutcher, LLP, 1221 McKinney Street,
Houston, Texas 77010-2046, pursuant to the Federal Rules
of Civil Procedure and the provisions stated on the
record or attached hereto.

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| <p style="text-align: right;">Page 18</p> <p>1 MR. FORTNEY: So if he wants to page 2 through it, that will help with answering that question. 3 MS. NORMAN: Okay. 4 A. (Reading.) Okay. 5 BY MR. FORTNEY: 6 Q. Have -- do you recognize this document? 7 A. No, I don't. 8 Q. Have you ever seen this document before today? 9 A. No. 10 Q. Okay. Could you turn to Exhibit H? 11 A. Okay. 12 MS. NORMAN: So that's the cover page and 13 then this is the settlement. 14 BY MR. FORTNEY: 15 Q. Can you review the document that is at 16 Exhibit H? 17 MS. NORMAN: He wants you to take a look 18 at just Exhibit H. So let me -- 19 THE WITNESS: Oh, well, let me let you 20 look at it. 21 MS. NORMAN: Yeah. Let me just see where 22 it ends. All right. So this is Exhibit H, and you just 23 flip through that. 24 A. (Reading.) All right. 25 BY MR. FORTNEY:</p> | <p style="text-align: right;">Page 20</p> <p>1 Q. And my question is, when did you participate 2 in negotiating this settlement agreement? 3 THE WITNESS: Was it August? 4 MS. NORMAN: I -- I can't answer for you. 5 A. Yeah. It was -- it was in the fall. 6 BY MR. FORTNEY: 7 Q. It was in the fall? 8 A. Right. 9 Q. Do you see on page 1 of the document, not 10 Exhibit H page, but page 1? 11 A. Yeah, right here where it says -- 12 Q. It says at the top: "Dated as of August, 13 blank, 2017"? 14 A. Right. 15 MS. NORMAN: Here. Hold on. Let me take 16 this clip off. Hold on. 17 BY MR. FORTNEY: 18 Q. Does that refresh your recognize -- 19 MS. NORMAN: Hold on. Let me take the 20 clip off of it because we can't see it. 21 MR. FORTNEY: Sure. 22 A. August of -- 23 MS. NORMAN: He's saying it's dated as of 24 August, blank, 2017. 25 A. August 2017, yeah.</p> |
| <p style="text-align: right;">Page 19</p> <p>1 Q. Do you recognize this document? 2 A. No, I don't. 3 Q. Have you ever seen this document before today? 4 A. No. 5 Q. Have you received any communications regarding 6 this document? 7 A. No. 8 Q. Did you participate in negotiating this -- any 9 portion of this settlement agreement? 10 A. Yes. 11 Q. And when did you participate in negotiating 12 the settlement agreement? 13 MS. NORMAN: It might be -- it might be 14 helpful if you tell him what you mean by "negotiated." 15 MR. FORTNEY: Let him ask the question. 16 He -- he understands, I think, because he responded that 17 he did participate in the negotiating the settlement. 18 MS. NORMAN: Okay. 19 A. Okay. What -- what do you -- do you exactly 20 mean when you say -- you've got to rephrase the question 21 to me. 22 BY MR. FORTNEY: 23 Q. You told me that you participated in 24 negotiating this settlement agreement, correct? 25 A. Right.</p> | <p style="text-align: right;">Page 21</p> <p>1 BY MR. FORTNEY: 2 Q. Does the line that reads: "Dated as of" -- 3 A. Yeah, I see that August 2017. 4 Q. Does that refresh your recollection as to when 5 you may have participated in negotiating this document? 6 A. Well, it could have been. But I really 7 can't -- I don't remember any of them. It's been. . . 8 Q. Okay. Now, as you -- have you ever seen any 9 version of this document before? 10 A. No. 11 Q. But you believe you participated in the 12 negotiation of this document? 13 A. Well, my lawyer did. 14 Q. Okay. My question is, did you participate in 15 negotiating this document; you personally, not your 16 lawyers? 17 A. No. 18 Q. Were you aware before today that this 19 settlement agreement existed? 20 A. Yes. 21 Q. And how did you come to be aware of this -- 22 existence of this settlement agreement? 23 A. My lawyers. 24 Q. Okay. And when did you become aware of the 25 existence of this settlement agreement?</p> |

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| <p style="text-align: right;">Page 22</p> <p>1 A. It was back in -- back in the fall.</p> <p>2 Q. Could you turn to page 20 of the settlement</p> <p>3 agreement?</p> <p>4 A. Yes, okay.</p> <p>5 Q. And do you see at the bottom, there's a</p> <p>6 signature block for Andrews Myers on behalf of the PIWD</p> <p>7 plaintiffs, and the name is Lisa M. Norman?</p> <p>8 A. Right.</p> <p>9 Q. Did you ever direct Ms. Norman or anyone at</p> <p>10 Andrews Myers to sign this document?</p> <p>11 A. Yes.</p> <p>12 Q. And when did you direct them to do that?</p> <p>13 A. When I -- I give them full -- full power when</p> <p>14 I started my plaintiff -- started my case.</p> <p>15 Q. Did you ever direct your counsel at Andrews</p> <p>16 Myers to sign this document?</p> <p>17 A. Yes.</p> <p>18 Q. Did you use in words or phrase, "I'm directing</p> <p>19 you to sign this document"?</p> <p>20 MS. NORMAN: And I'm -- I'm going to</p> <p>21 object right now on the basis of attorney/client</p> <p>22 privilege.</p> <p>23 Mr. Barton, I'm going to tell you -- I'll</p> <p>24 let you answer generally, but don't get into the</p> <p>25 specifics of our conversation --</p> | <p style="text-align: right;">Page 24</p> <p>1 A. Cold.</p> <p>2 Q. That's --</p> <p>3 A. You asked me. I told you.</p> <p>4 Q. That -- that's a fair -- fair response. Thank</p> <p>5 you for that.</p> <p>6 MS. NORMAN: I think -- I think he's in</p> <p>7 New York, so we'll just let the record reflect that</p> <p>8 "cold" is a relative term compared to Texas.</p> <p>9 MR. FORTNEY: I agree with that. I'll</p> <p>10 stipulate to it.</p> <p>11 BY MR. FORTNEY:</p> <p>12 Q. Mr. Barton, do you recall whether it might</p> <p>13 have been in August, September, October?</p> <p>14 A. In the --</p> <p>15 Q. -- that directed your --</p> <p>16 A. I just can't -- I can't -- I don't remember.</p> <p>17 It's sometime in the fall. That's all I can tell you.</p> <p>18 Q. Okay. How did you communicate to your</p> <p>19 attorneys to -- at Andrews Myers to direct them to sign</p> <p>20 this settlement agreement?</p> <p>21 A. By phone.</p> <p>22 Q. And do you recall what your directive was,</p> <p>23 what words you used to directed your attorneys to sign</p> <p>24 this agreement?</p> <p>25 MS. NORMAN: And, again, I'm going to</p> |
| <p style="text-align: right;">Page 23</p> <p>1 THE WITNESS: Right.</p> <p>2 MS. NORMAN: -- because those are</p> <p>3 privileged, okay?</p> <p>4 THE WITNESS: Okay.</p> <p>5 MS. NORMAN: But you can answer</p> <p>6 generally.</p> <p>7 MR. FORTNEY: I --</p> <p>8 THE WITNESS: What was the question</p> <p>9 again?</p> <p>10 BY MR. FORTNEY:</p> <p>11 Q. Did you ever direct your counsel at Andrews</p> <p>12 Myers to sign the settlement agreement?</p> <p>13 A. Yes.</p> <p>14 Q. Is it your testimony to the Court that you</p> <p>15 told your counsel to sign this agreement?</p> <p>16 A. Yes.</p> <p>17 Q. And when did you tell your counsel to sign</p> <p>18 this agreement?</p> <p>19 A. Back in the fall.</p> <p>20 Q. Can you be -- can you recollect anything</p> <p>21 closer than back in the fall?</p> <p>22 A. No, I think -- I can't remember that much.</p> <p>23 Q. Do you know if it would have been --</p> <p>24 A. I know it was in the fall time.</p> <p>25 Q. And how do you define "fall"?</p> | <p style="text-align: right;">Page 25</p> <p>1 object on the basis of attorney/client privilege.</p> <p>2 Do not discuss the specific conversations</p> <p>3 that we had.</p> <p>4 THE WITNESS: Okay.</p> <p>5 BY MR. FORTNEY:</p> <p>6 Q. So my question is, just what did you say to</p> <p>7 your attorneys in directing them to sign this agreement?</p> <p>8 MS. NORMAN: And, again, I'm going to</p> <p>9 object on the basis of attorney/client privilege and</p> <p>10 instruct you not to tell them about the conversations</p> <p>11 that we had.</p> <p>12 THE WITNESS: All right. Okay.</p> <p>13 MR. FORTNEY: Ms. Norman, are you aware</p> <p>14 that we had a teleconference with the Court on this very</p> <p>15 issue where the Court said that the -- a business</p> <p>16 decision that's communicated to you and it's intended to</p> <p>17 be communicated to a third-party --</p> <p>18 MS. NORMAN: I was on the --</p> <p>19 MR. FORTNEY: -- is not privileged?</p> <p>20 MS. NORMAN: I was on the phone for the</p> <p>21 conversation about whether or not those particular</p> <p>22 e-mails needed to be turned over.</p> <p>23 This witness has already told you that he</p> <p>24 communicated and gave the authority for his attorneys to</p> <p>25 execute the settlement agreement on his behalf.</p> |